

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re :  
RESIDENTIAL CAPITAL, LLC, et al.,<sup>1</sup> : Chapter 11  
: Case No. 12-12020 (MG)  
: (Jointly Administered)  
Debtors. :  
-----X

**AFFIDAVIT OF SERVICE**

I, Clarissa D. Cu, depose and say that I am employed by Kurtzman Carson Consultants LLC (KCC), the claims and noticing agent for the Debtors.

A. On December 18, 2012, at my direction and under my supervision, employees of KCC caused the following documents to be served via Electronic mail upon the Monthly Service list attached hereto as **Exhibit A**, and via First Class mail upon the parties on the Special Service list attached hereto as **Exhibit B**:

1. **Debtors' Omnibus Reply to Responses to (I) Debtors' Motion for the Entry of an Order Further Extending Their Exclusive Periods to File a Chapter 11 Plan and Solicit Acceptances Thereof and (II) Debtors' Motion for Appointment of a Mediator** [Docket No. 2447]
2. **Debtors' Reply to Limited Objection and Statements Related to Debtors' Motion for a Supplemental Order Under Bankruptcy Code Sections 105(a), 363, 503(b)(1), 507(a)(2), 1107(a) and 1108 and Bankruptcy Rule 9019 to the Final Wages Order (I) Authorizing and Directing the Debtors to Reimburse Ally Financial and Directing the Debtors to Reimburse Ally Financial Inc. for Payments Made to the Debtors' Employees on Account of Compensation Issued on or After the Petition Date; (II) Granting Ally Financial Inc. an Administrative Expense Claim on Account of Such Payments; (III) Granting Ally Financial Inc. a Limited Release; and (IV) Authorizing the Debtors to Establish and Fund an Escrow Account for Administrative Expense Claims, Including Additional Amounts to the Escrow Account as Necessary** [Docket No. 2449]

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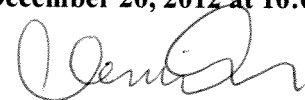
<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Residential Capital, LLC (0738); ditech, LLC (7228); DOA Holding Properties, LLC (4257); DOA Properties IX (Lots-Other), LLC (3274); EPRE LLC (7974); Equity Investment I, LLC (2797); ETS of Virginia, Inc. (1445); ETS of Washington, Inc. (0665); Executive Trustee Services, LLC (8943); GMAC Model Home Finance I, LLC (8469); GMAC Mortgage USA Corporation (6930); GMAC Mortgage, LLC (4840); GMAC Residential Holding Company, LLC (2190); GMAC RH Settlement Services, LLC (6156); GMACM Borrower LLC (4887); GMACM REO LLC (2043); GMACR Mortgage Products, LLC (6369); GMAC-RFC Holding Company, LLC (3763); HFN REO Sub II, LLC (N/A); Home Connects Lending Services, LLC (9412); Homecomings Financial Real Estate Holdings, LLC (6869); Homecomings Financial, LLC (9458); Ladue Associates, Inc. (3048); Passive Asset Transactions, LLC (4130); PATI A, LLC (2729); PATI B, LLC (2937); PATI Real Estate Holdings, LLC (5201); RAHI A, LLC (3321); RAHI B, LLC (3553); RAHI Real Estate Holdings, LLC (5287); RCSFJV204, LLC (2722); Residential Accredit Loans, Inc. (8240); Residential Asset Mortgage Products, Inc. (5181); Residential Asset Securities Corporation (2653); Residential Consumer Services of Alabama, LLC (5449); Residential Consumer Services of Ohio, LLC (4796); Residential Consumer Services of Texas, LLC (0515); Residential Consumer Services, LLC (2167); Residential Funding Company, LLC (1336); Residential Funding Mortgage Exchange, LLC (4247); Residential Funding Mortgage Securities I, Inc. (6294); Residential Funding Mortgage Securities II, Inc. (8858); Residential Funding Real Estate Holdings, LLC (6505); Residential Mortgage Real Estate Holdings, LLC (7180); RFC Asset Holdings II, LLC (4034); RFC Asset Management, LLC (4678); RFC Borrower LLC (5558); RFC Constructing Funding, LLC (5730); RFC REO LLC (2407); RFC SFJV-2002, LLC (4670); RFC-GSAP Servicer Advance, LLC (0289)

3. **Supplemental Declaration of Anne Janiczek in Support of Debtors' Motion for a Supplemental Order Under Bankruptcy Code Sections 105(a), 363, 503(b)(1), 507(a)(2), 1107(a) and 1108 and Bankruptcy Rule 9019 to the Final Wages Order (I) Authorizing and Directing the Debtors' to Reimburse Ally Financial Inc. for Payments Made to the Debtors' Employees on Account of Compensation Issued on or After the Petition Date; (II) Granting Ally Financial Inc. an Administrative Expense Claim on Account of Such Payments; (III) Granting Ally Financial Inc. a Limited Release; and (IV) Authorizing the Debtors to Establish and Fund an Escrow Account for the Benefit of Ally Financial Inc. on Account of Such Administrative Expenses Claims Including Additional Amounts to the Escrow Account as Necessary [Docket No. 2450]**
4. **Supplemental Declaration of Anne Janiczek in Support of Debtors' Motion for a Supplemental Order Under Bankruptcy Code Sections 105(a), 363, 503(b)(1), 507(a)(2), 1107(a) and 1108 and Bankruptcy Rule 9019 to the Final Wages Order (I) Authorizing and Directing the Debtors' to Reimburse Ally Financial Inc. for Payments Made to the Debtors' Employees on Account of Compensation Issued on or After the Petition Date; (II) Granting Ally Financial Inc. an Administrative Expense Claim on Account of Such Payments; (III) Granting Ally Financial Inc. a Limited Release; and (IV) Authorizing the Debtors to Establish and Fund an Escrow Account for the Benefit of Ally Financial Inc. on Account of Such Administrative Expenses Claims Including Additional Amounts to the Escrow Account as Necessary [Docket No. 2451]**
5. **Response of Prince Lobel Tye LLP to Omnibus Objection of the United States Trustee Regarding Fee Applications for First Interim Compensation and Reimbursement of Expenses [Docket No. 2453]**
6. **Notice and Fourth Revised Joint Omnibus Scheduling Order and Provisions for Other Relief Regarding Debtors' Motion Pursuant to Fed. R. Bankr. P. 9019 for Approval of RMBS Trust Settlement Agreements [Docket No. 2459]**
7. **Statement Regarding Resolution of the United States Trustee's Objection to the First Interim Application of Carpenter Lipps & Leland LLP as Special Litigation Counsel for the Debtors for Compensation and Reimbursement of Expenses Incurred for the Period May 14, 2012 Through August 31, 2012 [Docket No. 2469]**

B. Additionally, on December 18, 2012, at my direction and under my supervision, employees of KCC caused the following document to be served via Electronic mail upon the Monthly Service list attached hereto as Exhibit A and the parties on the service list attached hereto as Exhibit C, via First Class mail upon the parties on the Special Service list attached hereto as Exhibit B, and via Overnight mail upon the parties attached hereto as Exhibit D:

1. **Proposed Agenda for Matters Scheduled to be Heard on December 20, 2012 at 10:00 a.m. (EST)**  
[Docket No. 2466]

Dated: December 19, 2012



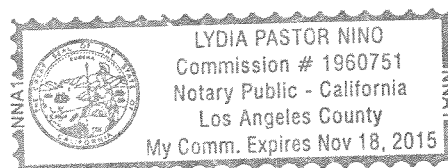
Clarissa D. Cu

State of California

County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 19<sup>th</sup> of December, 2012, by Clarissa D. Cu, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: \_\_\_\_\_



## **EXHIBIT A**

Pg 4 of 16  
Exhibit A  
Monthly Service List

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Allen & Overy LLP	Ken Coleman & John Kibler	<a href="mailto:ken.coleman@allenoverly.com">ken.coleman@allenoverly.com</a> ; <a href="mailto:john.kibler@allenoverly.com">john.kibler@allenoverly.com</a>	Counsel to HSBC Bank USA, NA as Trustee of Certain Mortgage Backed Securities
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Diem T Nguyen		<a href="mailto:diem.home@gmail.com">diem.home@gmail.com</a>	Interested Party, Diem T Nguyen
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Pg 6 of 16  
Exhibit A  
Monthly Service List

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U.S. Bank National Association	Attn: George Rayzis	<a href="mailto:george.rayzis@usbank.com">george.rayzis@usbank.com</a>	Indenture Trustee to the Debtors' Prepetition Junior Secured Notes
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UMB Bank NA	Mark B Flannagan	<a href="mailto:Mark.Flannagan@umb.com">Mark.Flannagan@umb.com</a>	Successor Indenture Trustee to the Debtors' Prepetition Junior Secured Notes
United States Attorney's Office for the Southern District of New York civil Division	Attn Joseph Cordaro	<a href="mailto:joseph.cordaro@usdoj.gov">joseph.cordaro@usdoj.gov</a>	Counsel to the United State of America
US Bank Global Corporate Trust Services	James H Byrnes	<a href="mailto:james.byrnes@usbank.com">james.byrnes@usbank.com</a>	US Bank as Trustee for Certain Mortgage-Backed Securities Trusts

Pg 10 of 16  
Exhibit A  
Monthly Service List

NAME	NOTICE NAME	EMAIL	DESCRIPTION
US Bank NA Corporate Trust Services Division	Laura L Moran	<a href="mailto:laura.moran@usbank.com">laura.moran@usbank.com</a>	US Bank as Trustee for Certain Mortgage-Backed Securities Trusts
US Trustee for the Southern District of NY	Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto	<a href="mailto:Tracy.Davis2@usdoj.gov">Tracy.Davis2@usdoj.gov</a> ; <a href="mailto:Linda.Riffkin@usdoj.gov">Linda.Riffkin@usdoj.gov</a> ; <a href="mailto:Brian.Masumoto@usdoj.gov">Brian.Masumoto@usdoj.gov</a>	Office of the United States Trustee for the Southern District of New York
Walters Bender Stohbehn & Vaughan PC	J Michael Vaughan & David M Skeens	<a href="mailto:mvaughan@wbsvlaw.com">mvaughan@wbsvlaw.com</a> ; <a href="mailto:dskeens@wbsvlaw.com">dskeens@wbsvlaw.com</a>	Counsel to Representative Plaintiffs and the Putative Class
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Wendy Alison Nora		<a href="mailto:accesslegalservices@gmail.com">accesslegalservices@gmail.com</a>	Claimant, Counsel to Prospective Claimant Ray Elliott & Claimant Paul Papas
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Wollmuth Maher & Deutsch LLP	Attn Paul R DeFilippo & Steven S Fitzgerald	<a href="mailto:pdefilippo@wmd-law.com">pdefilippo@wmd-law.com</a> ; <a href="mailto:sfitzgerald@wmd-law.com">sfitzgerald@wmd-law.com</a>	Counsel to The Western and Southern Life Insurance Company et al
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Zuckerman Spaeder LLP	Graeme W. Bush & Nelson C. Cohen & Laura E. Neish	<a href="mailto:gbush@zuckerman.com">gbush@zuckerman.com</a> ; <a href="mailto:ncohen@zuckerman.com">ncohen@zuckerman.com</a> ; <a href="mailto:lnesh@zuckerman.com">lnesh@zuckerman.com</a>	Counsel to National Credit Union Administration Board, as Liquidating Agent of U.S. Central Federal Credit Union, Western Corporate Federal Credit Union, Members United Corporate Federal Credit Union, Southwest Corporate Federal Credit Union and Constitution Corporate Federal Credit Union

## **EXHIBIT B**

## Special Service List

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Citibank NA	Attn Bobbie Theivakumaran	390 Greenwich St 6th Fl	New York	NY	10013	Secured lender under the Mortgage Servicing Rights Facility
Clifford Chance US LLP	Jennifer C DeMarco & Adam Lesman	31 West 52nd St	New York	NY	10019	Counsel to Ocwen Loan Servicing LLC
Deutsche Bank Trust Company Americas	c/o Kelvin Vargas	25 De Forest Ave	Summit	NJ	07901	Indenture Trustee to Unsecured Notes / Top 50 Creditor
Fannie Mae	Attn Peter McGonigle	1835 Market St Ste 2300	Philadelphia	PA	19103	Prepetition Lender - Fannie EAF
Internal Revenue Service	Centralized Insolvency Operation	PO Box 7346	Philadelphia	PA	19101-7346	Internal Revenue Service
Internal Revenue Service	Centralized Insolvency Operation	2970 Market St	Philadelphia	PA	19104	Internal Revenue Service
Internal Revenue Service	Insolvency Section	31 Hopkins Plz Rm 1150	Baltimore	MD	21201	Internal Revenue Service
Kelley Drye & Warren LLP	James S Carr & Eric R Wilson	101 Park Ave	New York	NY	10178	Counsel to UMB Bank N.A. as Successor Indenture Trustee to the Debtors' Prepetition Junior Secured Notes
Kirkland & Ellis	Richard M Cieri	601 Lexington Ave	New York	NY	10022	Counsel to the Equity Security Holders (Ally Financial and Ally Bank)
Kirkland & Ellis LLP	Attn Ray C Schrock & Stephen E Hessler	601 Lexington Ave	New York	NY	10022-4611	Counsel to the Ally Financial Inc. & Ally Bank
Kramer Levin Naftallis & Frankel LLP	Kenneth H Eckstein, Thomas Moers Mayer & Douglas H Mannal & Jeffrey Trachtman	1177 Avenue of the Americas	New York	NY	10036	Counsel to the Official Committee of Unsecured Creditors
Milbank, Tweed, Hadley & McCloy LLP	Gerard Uzzi	1 Chase Manhattan Plaza	New York	NY	10005	Co-Counsel to Ad Hoc Group of Junior Secured Noteholders
Office of the NY State Attorney General	Nancy Lord & Enid M Stuart	The Capitol	Albany	NY	12224-0341	Office of the New York Attorney General
Office of the US Attorney for the Southern District of NY	United States Attorney Preet Bharara	One St Andrews Plaza	New York	NY	10007	Office of the United States Attorney for the Southern District of New York
Securities & Exchange Commission	Secretary of the Treasury	100 F St NE	Washington	DC	20549	Securities and Exchange Commission - Headquarters
Securities & Exchange Commission NY Regional Office	George S Canellos Regional Director	3 World Financial Center Ste 400	New York	NY	10281-1022	Securities and Exchange Commission - New York Regional Office
Skadden Arps Slate Meagher & Flom LLP	Jonathan H. Hofer	Four Times Square	New York	NY	10036	Counsel to the administrative agent for the Debtors' proposed providers of debtor in possession financing
Skadden Arps Slate Meagher & Flom LLP	Ken Ziman	Four Times Square	New York	NY	10036	Counsel to Barclays Bank PLC
Skadden Arps Slate Meagher & Flom LLP	Sarah M Ward	Four Times Square	New York	NY	10036	Counsel to the administrative agent for the Debtors' proposed providers of debtor in possession financing
Skadden Arps Slate Meagher & Flom LLP	Suzanne D T Lovett	Four Times Square	New York	NY	10036	Counsel to Barclays Bank PLC
The Bank of New York Mellon	Asset-Backed Securities Group	101 Barclay St 4W	New York	NY	10286	Indenture Trustee under the Pre-Petition GSAP Facility
U.S. Bank National Association	Attn: George Rayzis	50 South 16 th St Ste 2000	Philadelphia	PA	19102	Indenture Trustee to the Debtors' Prepetition Junior Secured Notes
U.S. Department of Justice	US Attorney General, Eric H. Holder, Jr.	950 Pennsylvania Ave NW	Washington	DC	20530-0001	Office of the United States Attorney General
United States Attorney's Office for the Southern District of New York civil Division	Attn Joseph Cordaro	86 Chambers St 3rd Fl	New York	NY	10007	Counsel to the United State of America
US Trustee for the Southern District of NY	Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto	33 Whitehall St 21st Fl, Region 2	New York	NY	10004	Office of the United States Trustee for the Southern District of New York
Wells Fargo Bank NA	Attn Corporate Trust Services - GMACM Home Equity Notes 2004 Variable Funding Trust	PO Box 98	Columbia	MD	21046	GMEN Indenture Trustee at Corporate Trust Office



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GEORGE VAN WAGNER		PO BOX 867		MARTINSBURG	WV	25402
KPMG LLP	JAMES W. MCAVEENEY, PRINCIPAL	200 E. RANDOLPH DRIVE	STE 5500	CHICAGO	IL	60601-6436
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MICHEL P & STEPHANIE DONAGHY		300 CENTRAL AVE		RUNNEMEDE	NJ	08078
RUBENSTEIN ASSOCIATES INC	HOWARD J RUBENSTEIN	1345 AVENUE OF THE AMERICAS		NEW YORK	NY	10105
TODD A WILLIAMS		2563 ALEXANDER FARMS DR		MARIETTA	GA	30064
TOWERS WATSON	MICHAEL AGRUSA	28411 NORTHWESTERN HIGHWAY	STE 500	SOUTHFIELD	MI	48034